

EXHIBIT "A"
(GORDON-OLIVER AFFIDAVIT)

RATTET, PASTERNAK & GORDON-OLIVER, LLP
Proposed Attorneys for the Debtor
550 Mamaroneck Avenue
Harrison, New York 10528
(914) 381-7400

ROBERT L. RATTET
ARLENE GORDON-OLIVER
SCOTT A. STINEBERG

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re:

HOTI ENTERPRISES, LP. Chapter 11
Case No. 10-24129(RDD)

Debtor.
----- X

In re:

HOTI REALTY MANAGEMENT CO., INC. Chapter 11
Case No. 10-24130(RDD)

Debtor.
----- X

**AFFIDAVIT OF ARLENE GORDON-OLIVER IN SUPPORT OF APPLICATION TO
EMPLOY AND RETAIN RATTET, PASTERNAK & GORDON-OLIVER, LLP AS
ATTORNEYS FOR DEBTORS, NUNC PRO TUNC, AS OF THE FILING DATE**

STATE OF NEW YORK)
) SS.:
COUNTY OF WESTCHESTER)

ARLENE GORDON-OLIVER, ESQ., being duly sworn, deposes and says:

1. I am an attorney duly admitted to practice before this Court and a member of the
firm Rattet, Pasternak & Gordon-Oliver, LLP ("RPGO"), 550 Mamaroneck Avenue, Harrison,

New York 10528.

2. I submit this Affidavit in support of the Debtor's Application to Employ and Retain RPGO as Attorneys for the Debtors in connection with the above-captioned Chapter 11 Cases on the terms set forth in the accompanying Application.

3. Neither I, nor RPGO or any attorney at RPGO has any connection with the Debtors, their creditors, or any other party in interest herein or their respective attorneys.

4. Furthermore, neither I nor RPGO or any attorney at RPGO is a pre-petition creditor of the Debtors.

5. Based upon all of the foregoing, I respectfully submit that RPGO does not hold nor represent any interest adverse to the Debtors herein or their respective estates in the matters upon which it is to be engaged.

6. RPGO shall make proper application to the Court for compensation for the services rendered to the Debtors in these proceedings pursuant to §§ 330 and 331 of the Bankruptcy Code.

DISINTERESTEDNESS

7. To the best of my knowledge, the law firm of Rattet, Pasternak & Gordon-Oliver, LLP is a disinterested person within the meaning of § 101(14) of the Bankruptcy Code in that its members and associates (a) are not creditors, equity security holders or insiders of the Debtors, (b) are not and were not within two years before the Filing Date a director, officer or employee of the Debtors, and (c) do not have an interest materially adverse to the interest of the Debtor's respective estates, or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

DISCLOSURE PROCEDURES

8. In preparing this affidavit, I searched the following categories:
- a. Debtor and its affiliates
 - b. Significant equity holders
 - c. Current directors and officers
 - d. Lenders and secured creditors
 - e. Counterparties to leases
 - f. Professionals, and
 - g. Unsecured Creditors
9. Upon review of the list, it is apparent that RPGO does not hold or represent any interest that is adverse to the Debtors' respective estates and RPGO is a disinterested person, except as noted hereinabove.
10. RPGO is not aware of any past or present relationship that would disqualify RPGO from representing the Debtors.

BILLING RATES

11. This firm's billing rates are as follows:

Partners	\$475 to \$650
Of Counsel	\$475
Associates	\$200 to \$450
Paraprofessionals	\$150

Expenses and costs:

Faxes	\$1.25 per page
Copy charges	\$0.20 per page
Overnight Delivery	Cost charged by carrier
Filing Fees	Cost charged by Courts
Postage	Cost charged by carrier
Travel	Cost charged by carrier
Mileage	\$0.58 per mile
Computerized legal research	Cost charged by Westlaw
Miscellaneous	Cost charged by provider

12. RPGO received a pre-petition third party retainer from one of the Debtors' principals in the amount of \$40,000.00. None of the pre-petition retainer was paid towards or on account of any antecedent debt owed to RPGO by the Debtors within the 11 U.S.C.A. § 547 period. Furthermore, notwithstanding the fact that RPGO also received third party pre-petition payments for other services provided on behalf of the Debtors in the amount of \$19,000.00, no payments other than the pre-petition retainer were received by RPGO within the 11 U.S.C. § 547 period. Accordingly, Deponent submits that the pre-petition retainer received by RPGO is not a preferential or otherwise avoidable payment and that neither Deponent nor RPGO holds nor represents any adverse interest to the Debtors or their respective estates on matters in which Deponent seeks to be retained. This retainer shall be applied towards Chapter 11 fees and expenses, and is therefore not to be considered an "evergreen retainer" as such term is more commonly known.

13. RPGO has agreed not to share compensation in connection with the Debtors' Chapter 11 Cases with any other entity, except as permitted under the Bankruptcy Code for sharing among members of RPGO.

WHEREFORE, your Deponent respectfully requests the entry of the pre-fixed order, together with such other and further relief as is proper.

/s/ Arlene Gordon-Oliver
ARLENE GORDON-OLIVER

Sworn to before me this
4th day of November 2010

/s/ James Glucksman

Notary Public

S:\Docs\CLIENTS\Hoti Enterprises, LLP\Attorney Retention Affidavit.doc